

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
OF A  
PRIVATE LIMITED COMPANY**

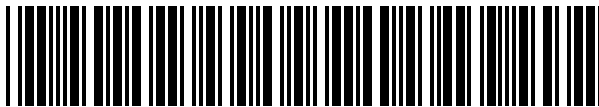
Company Number **827618**

The Registrar of Companies for Scotland, hereby certifies that

**A & W GROUP LIMITED**

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in Scotland

Given at Companies House, Edinburgh, on **1st November 2024**



\*NSC827618N\*



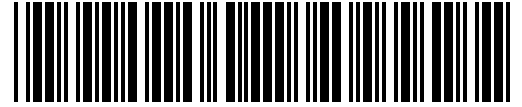
**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



**Application to register a company**



Received for filing in Electronic Format on the: **31/10/2024**

XDEVMF40

*Company Name in full:* **A & W GROUP LIMITED**

*Company Type:* **Private company limited by shares**

*Situation of Registered Office:* **Scotland**

*Proposed Registered Office Address:* **M8 BUSINESS COMPLEX 259 SUMERLEE STREET  
GLASGOW  
UNITED KINGDOM G33 4DB**

*Sic Codes:* **43210**

*I wish to entirely adopt the following model articles:* **Private (Ltd by Shares)**

## *Proposed Officers*

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*Company Director*      *1*

*Type:*                                      **Person**

*Full Forename(s):*                      **MR SCOTT**

*Surname:*                                **OLIVER**

*Former Names:*

*Service Address:*                      **recorded as Company's registered office**

*Country/State Usually*                **SCOTLAND**

*Resident:*

*Date of Birth:*      **\*\*/03/1983**                                      *Nationality:*      **BRITISH**

*Occupation:*      **DIRECTOR**

*The subscribers confirm that the person named has consented to act as a director.*



## *Statement of Capital (Share Capital)*

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<i>Class of Shares:</i>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>2</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>2</b>
<i>Prescribed particulars</i>			

### **FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS**

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#### **Statement of Capital (Totals)**

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<i>Currency:</i>	<b>GBP</b>	<i>Total number of shares:</i>	<b>2</b>
		<i>Total aggregate nominal value:</i>	<b>2</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## *Initial Shareholdings*

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*Name:* **ALPHACOMM SYSTEMS LTD**

*Address:* **M8 BUSINESS COMPLEX 259  
SUMERLEE STREET  
GLASGOW  
UNITED KINGDOM  
G33 4DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each share:* **1**

*Amount unpaid:* **0**

*Amount paid:* **1**

*Name:* **WILSON ELECTRICAL HOLDINGS LIMITED**

*Address:* **22E BUCHANAN DRIVE  
NEWTON MEARNS  
GLASGOW  
SCOTLAND  
G77 6QN**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each share:* **1**

*Amount unpaid:* **0**

*Amount paid:* **1**

## ***Persons with Significant Control (PSC)***

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**Statement of initial significant control**

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**On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company**

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## ***Relevant Legal Entity (RLE) details***

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*Company Name:* **WILSON ELECTRICAL HOLDINGS LIMITED**

*Service Address:* **22E BUCHANAN DRIVE  
NEWTON MEARN  
GLASGOW  
SCOTLAND  
G77 6QN**

*Legal Form:* **PRIVATE COMPANY LIMITED BY SHARES**

*Governing Law:* **COMPANIES ACT 2006**

*Register Location:* **UK REGISTER OF COMPANIES**

*Country/State:* **UNITED KINGDOM**

*Registration Number:* **SC691156**

- Nature of control*            **The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.**
- Nature of control*            **The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.**
- Nature of control*            **The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.**

## *Relevant Legal Entity (RLE) details*

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*Company Name:* **ALPHACOMM SYSTEMS LTD**

*Service Address:* **M8 BUSINESS COMPLEX 259 SUMERLEE STREET  
GLASGOW  
UNITED KINGDOM  
G33 4DB**

*Legal Form:* **PRIVATE COMPANY LIMITED BY SHARES**

*Governing Law:* **COMPANIES ACT 2006**

*Register Location:* **UK REGISTER OF COMPANIES**

*Country/State:* **UNITED KINGDOM**

*Registration Number:* **SC608427**

- Nature of control*            **The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.**
- Nature of control*            **The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.**
- Nature of control*            **The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.**

## *Lawful Purpose Statement*

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**The subscribers confirm that the company has been formed for lawful purposes.**

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## *Statement of Compliance*

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*I confirm the requirements of the Companies Act 2006 as to registration have been complied with.*

*Name:* **ALPHACOMM SYSTEMS LTD**

*Authenticated* **YES**

*Name:* **WILSON ELECTRICAL HOLDINGS LIMITED**

*Authenticated* **YES**

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## *Authorisation*

*Authoriser Designation:* **subscriber**

*Authenticated* **YES**

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**COMPANY HAVING A SHARE CAPITAL**

**Memorandum of Association of**

**A & W GROUP LIMITED**

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

<b>Name of each subscriber</b>	<b>Authentication</b>
ALPHACOMM SYSTEMS LTD	Authenticated Electronically
WILSON ELECTRICAL HOLDINGS LIMITED	Authenticated Electronically

Dated: 31/10/2024